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T.R.A. DOCKET ROOM

October 12, 2004

VIA HAND DELIVERY

Hon Pat Miller
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc and Vo2 Networx, Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No 04-00347

Dear Chairman Miller:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Vo2 Networx, Inc and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 23, 2004. The Amendment relates to Local Portability Recovery.

Thank you for your attention to this matter

Sincerely yours,


Guy M Hicks

cc Michael Bourne, Vo2 Networx, Inc

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Vo2 Networx, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND Vo2 NETWORKX, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Vo2 Networx, Inc ("Vo2") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated May 23, 2004 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Vo2 and BellSouth state the following:

1. Vo2 and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Vo2. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on July 26, 2004.

2. The parties have recently negotiated an Amendment to the Agreement which relates to Local Portability Recovery. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Vo2 and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and Vo2 within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Vo2 and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(1) of the Act and FCC Order No. 04-164, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

Vo2 and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 12th day of Oct, 2004.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

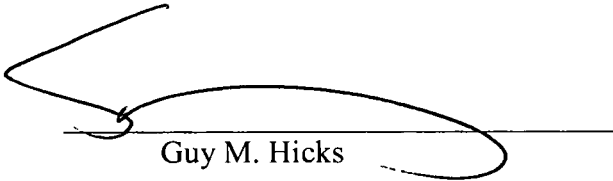
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 12 day of Oct, 2004:

Michael Bourne
Vo2 Networx, Inc.
1835 Moriah Woods Blvd.
Suite 1
Memphis, TN 38117


Guy M. Hicks

**Amendment
To the
Interconnection Agreement
Between
Vo2 Networkx
and
BellSouth Telecommunications, Inc.
Dated May 23, 2004**

Pursuant to this Amendment, (the "Amendment"), Vo2 Networkx (Vo2), and BellSouth Telecommunications, Inc ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 23, 2004 ("Agreement") to be effective 30 days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Vo2 entered into the Agreement on May 23, 2004, and,

WHEREAS, BellSouth and Vo2 are amending the Agreement to modify Local Number Portability (LNP) recovery charge pursuant to the Order in the matter of the Telephone Number Portability BellSouth Corporation Petition for Declaratory Ruling and/or Waiver, CC Docket No 95-116, released April 13, 2004,

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows

- 1 The Parties agree to delete in their entirety all rate elements and USOCs identified as "Local Number Portability charges" in Exhibit A of Attachment 2, as specified by the following USOCs LNPCX, LNPCP, LNPCN, and LNPCC.
- 2 The Parties agree to add the following language to Section 4 as Section 4.1.1 of Attachment 2 and Section 5 as Section 5 4 5 of Attachment 2
 - In addition to other charges specified in this Agreement for Local Number Portability Vo2 shall pay to BellSouth the Local Number Portability charges as set forth in Section 13 of the BellSouth FCC No 1 Tariff,
- 3 All of the other provisions of the Agreement dated May 23, 2004 shall remain unchanged and in full force and effect
- 4 Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996

LNP Recovery Amendment
Signature Page

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year
written below

BellSouth Telecommunications, Inc.

By



Name Kristen E Rowe

Title Director

Date

8/18/04

Vo2 Networkx

By:



Name

Michael Bourne

Title

President

Date

8/14/04

Version 3Q03: 11/12/2003

[CCCS Amendment 2 of 2]